



CORPORATION SERVICE COMPANY

RECORDATION NO. 26459 FILED

JUL 17 '06

2-40 PM

SURFACE TRANSPORTATION BOARD



July 12, 2006

Barbara Saddler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423
Barbara.saddler@stb.dot.gov

REF: 239842-005

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of Feb. 13, 2006 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, 20th Floor New York, NY 10036

Lessee: **ENERGY SOLUTIONS, LLC**
423 WEST 300 SOUTH, STE 200, SALT LAKE CITY, UT 84101

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **ENERGY SOLUTIONS, LLC**
Covering 200-66' mill gondola (206100/206299) as further described on the attached schedule A.
INCLUSIVE

Please file this memorandum as a PRIMARY document and return one (1) stamped original to my attention. A check covering the filing fee of thirty-four dollars (\$34.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3753

Thank you for your prompt assistance.

Sincerely,

Beth Poani
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 13TH day of February, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and ENERGYSOLUTIONS, LLC, a Utah limited liability company, with an address at 423 West 300 South, Suite 200, Salt Lake City, UT 84101 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of February 13, 2006 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: William P. O'Brien
Name: William P. O'Brien
Title: Vice President

RECORDATION NO. 26459 FILED

JUL 17 '06 2-40 PM

SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ENERGYSOLUTIONS, LLC

By: John T. "Chip" Good
Name: John T. "Chip" Good
Title: CFO

Schedule A

Number of Cars

Equipment Description

200

66' Mill Gondola

1	ENVX	206100	53	ENVX	206152	105	ENVX	206204
2	ENVX	206101	54	ENVX	206153	106	ENVX	206205
3	ENVX	206102	55	ENVX	206154	107	ENVX	206206
4	ENVX	206103	56	ENVX	206155	108	ENVX	206207
5	ENVX	206104	57	ENVX	206156	109	ENVX	206208
6	ENVX	206105	58	ENVX	206157	110	ENVX	206209
7	ENVX	206106	59	ENVX	206158	111	ENVX	206210
8	ENVX	206107	60	ENVX	206159	112	ENVX	206211
9	ENVX	206108	61	ENVX	206160	113	ENVX	206212
10	ENVX	206109	62	ENVX	206161	114	ENVX	206213
11	ENVX	206110	63	ENVX	206162	115	ENVX	206214
12	ENVX	206111	64	ENVX	206163	116	ENVX	206215
13	ENVX	206112	65	ENVX	206164	117	ENVX	206216
14	ENVX	206113	66	ENVX	206165	118	ENVX	206217
15	ENVX	206114	67	ENVX	206166	119	ENVX	206218
16	ENVX	206115	68	ENVX	206167	120	ENVX	206219
17	ENVX	206116	69	ENVX	206168	121	ENVX	206220
18	ENVX	206117	70	ENVX	206169	122	ENVX	206221
19	ENVX	206118	71	ENVX	206170	123	ENVX	206222
20	ENVX	206119	72	ENVX	206171	124	ENVX	206223
21	ENVX	206120	73	ENVX	206172	125	ENVX	206224
22	ENVX	206121	74	ENVX	206173	126	ENVX	206225
23	ENVX	206122	75	ENVX	206174	127	ENVX	206226
24	ENVX	206123	76	ENVX	206175	128	ENVX	206227
25	ENVX	206124	77	ENVX	206176	129	ENVX	206228
26	ENVX	206125	78	ENVX	206177	130	ENVX	206229
27	ENVX	206126	79	ENVX	206178	131	ENVX	206230
28	ENVX	206127	80	ENVX	206179	132	ENVX	206231
29	ENVX	206128	81	ENVX	206180	133	ENVX	206232
30	ENVX	206129	82	ENVX	206181	134	ENVX	206233
31	ENVX	206130	83	ENVX	206182	135	ENVX	206234
32	ENVX	206131	84	ENVX	206183	136	ENVX	206235
33	ENVX	206132	85	ENVX	206184	137	ENVX	206236
34	ENVX	206133	86	ENVX	206185	138	ENVX	206237
35	ENVX	206134	87	ENVX	206186	139	ENVX	206238
36	ENVX	206135	88	ENVX	206187	140	ENVX	206239
37	ENVX	206136	89	ENVX	206188	141	ENVX	206240
38	ENVX	206137	90	ENVX	206189	142	ENVX	206241
39	ENVX	206138	91	ENVX	206190	143	ENVX	206242
40	ENVX	206139	92	ENVX	206191	144	ENVX	206243
41	ENVX	206140	93	ENVX	206192	145	ENVX	206244
42	ENVX	206141	94	ENVX	206193	146	ENVX	206245
43	ENVX	206142	95	ENVX	206194	147	ENVX	206246
44	ENVX	206143	96	ENVX	206195	148	ENVX	206247
45	ENVX	206144	97	ENVX	206196	149	ENVX	206248
46	ENVX	206145	98	ENVX	206197	150	ENVX	206249
47	ENVX	206146	99	ENVX	206198	151	ENVX	206250
48	ENVX	206147	100	ENVX	206199	152	ENVX	206251
49	ENVX	206148	101	ENVX	206200	153	ENVX	206252
50	ENVX	206149	102	ENVX	206201	154	ENVX	206253
51	ENVX	206150	103	ENVX	206202	155	ENVX	206254
52	ENVX	206151	104	ENVX	206203	156	ENVX	206255

Schedule A

Number of Cars	Equipment Description	
200	66' Mill Gondola	
157	ENVX	206256
158	ENVX	206257
159	ENVX	206258
160	ENVX	206259
161	ENVX	206260
162	ENVX	206261
163	ENVX	206262
164	ENVX	206263
165	ENVX	206264
166	ENVX	206265
167	ENVX	206266
168	ENVX	206267
169	ENVX	206268
170	ENVX	206269
171	ENVX	206270
172	ENVX	206271
173	ENVX	206272
174	ENVX	206273
175	ENVX	206274
176	ENVX	206275
177	ENVX	206276
178	ENVX	206277
179	ENVX	206278
180	ENVX	206279
181	ENVX	206280
182	ENVX	206281
183	ENVX	206282
184	ENVX	206283
185	ENVX	206284
186	ENVX	206285
187	ENVX	206286
188	ENVX	206287
189	ENVX	206288
190	ENVX	206289
191	ENVX	206290
192	ENVX	206291
193	ENVX	206292
194	ENVX	206293
195	ENVX	206294
196	ENVX	206295
197	ENVX	206296
198	ENVX	206297
199	ENVX	206298
200	ENVX	206299